

Monthly Return of Equity Issuer on Movements in Securities

For	the	mon	th e	ended
(dd/	mm	/уууу	<i>'</i>):	

31/01/2020

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer	Prudential plc
Date Submitted	6 February 2020

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : <u>2378</u> Descrip	Description : Ordinary shares of GBP 0.05 each							
	No. of ordinary shares		Authorised share capital <i>(State currency)</i>					
Balance at close of preceding month <u>N/A</u>								
Increase/(decrease)								
Balance at close of the month								
(2) Stock code : <u>N/A</u> Descrip	otion :							
	No. of ordinary shares		Authorised share capital <i>(State currency)</i>					
Balance at close of preceding month								
Increase/(decrease)								

2. Preference Shares

Stock code :	N/A	Descript	ion :		
			No. of preference shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at clos	e of preced	ing month			
Increase/(decre	ease)	-		-	
Balance at clos	se of the mo	nth _			

3. Other Classes of Shares

Stock code : <u>N/A</u> Des	scription :		
	No. of other classes of shares	Par value (State currency)	Authorised share capital <i>(State currency)</i>
Balance at close of preceding mo			
Increase/(decrease)		-	
Balance at close of the month			

Total authorised share capital at the end of the month (State currency): ______N/A

II. Movements in Issued Share Capital

	No. of ordinary shares		No of preference			
	(1)	(2)	shares	classes of shares		
Balance at close of preceding month	2,601,159,949	N/A	N/A	N/A		
Increase/ (decrease) during the month	156,968					
Balance at close of the month	2,601,316,917					

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and ⁻	I	Movement duri	ng the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the	
class of shares issuable	Granted	Exercised	Cancelled	Lapsed		month
1. 2013/2023						
Prudential						
Savings-						
Related Share						
Option Scheme						
(/ /) Ordinary shares	Nil	156,968	2,844	20,659	156,968	1,071,041
(Note 1)		130,908	2,044	20,039	130,908	1,071,041
2. 2011/2021 Prudential International Savings- Related Share Option Scheme (/ /) Ordinary shares (Note 1)	Nil	Nil	Nil	Nil	Nil	Nil
3. 2012/2022 Prudential International Savings- Related Share Option Scheme for Non- Employees						

Share Options (under	r Share Optio	n Schemes of	the Issuer) (Co	ontinued)		
Particulars of share option scheme including EGM approval date		Movement duri	ng the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto	
(dd/mm/yyyy) and ⁻ class of shares				Lanaad	-	as at close of the month
issuable 4. 2011	Granted	Exercised	Cancelled	Lapsed		
Prudential						
Agency Long Term						
Incentive						
Plan						
Ordinary shares	Nil	Nil	114,377	Nil	Nil	7,308,594
(Note 1)						,
5. 2013						
Prudential						
Long Term						
Incentive						
Plan						
Ordinary shares	Nil	Nil	269,156	Nil	Nil	15,494,476
(Note 1)	<u> </u>	. <u> </u>			·	- 7 - 7 - 7
		Tota	l A. (Ordina	rv shares)	156,968	
			· ·	ce shares)	N/A	
			· ·	her class)	N/A	
Total funds raised dur	ring the mont	h from exercise		,		
options (State currend				93,162.05		

III. Details of Movements in Issued Share Capital (Continued)

Share Options (under Share Option Schemes of the Issuer) (Continued)

Warrants to Issue Shares of the	e Issuer which	are to be Listed					
Description of warrants (Date of expiry - dd/mm/yyyy)	Currency of nominal value	Nominal value at close of preceding month	Exercised during the month	Nominal va at close of month	shar iss iss durir mo ilue purs	of new res of suer ued ng the onth suant ereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
<u>1. N/A</u>							
(/ /)							
Stock code (if listed) Class of shares issuable <i>(Note 1)</i>							
Subscription price			-				
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)	_				
<u>2. N/A</u>							
(/ /)		. <u></u>					
Stock code (if listed) Class of shares			-				
Subscription price			-				
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)	_				
<u>3. N/A</u>							
(/ /)		<u> </u>					·
Stock code (if listed) Class of shares issuable <i>(Note 1)</i>							
			-				
EGM approval date (if applicable)							
	(/ /)	-				
<u>4. N/A</u>							
(/ /)							
Stock code (if listed)							
Class of shares			-				
			-				
Subscription price			-				
(if applicable)							
	(/ /)	-				
		Total E	R (Ording	ary shares)	N/Δ		
			Preferen	ce shares)	N/A		
			(O	ther class)	N/A		
			(-	·····/			

Class and description 1. N/A	Currency of amount outstanding	Amount at close of preceding month	Converted during the month	Amount at close of the month	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
Stock code (if listed)						
Class of shares						
issuable (Note 1) Subscription price						
EGM approval date						
(if applicable) (dd/mm/yyyy))	(/ /)					
2. N/A						
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date (if applicable) (dd/mm/yyyy)	(/ /)					
3. N/A						
	_					
Stock code (if listed)						
Class of shares issuable (Note 1)						
Subscription price						
EGM approval date (if applicable)						
(dd/mm/yyyy)	(/ /)					
4. N/A						
Stock code (if listed) Class of shares						
issuable (Note 1)						
Subscription price EGM approval date						
(if applicable)						
(dd/mm/yyyy)	(/ /)		Total C. (Ordina	ry shares) N/	A	
			(Preference	ce shares) N/	A	-
			(O1	ther class) N/	A	-

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including	
Options (other than under Share Option Schemes)	

Ful if a	I particulars including EGM approval date (dd/mm/yyyy), pplicable, and class of shares issuable:	No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1.	N/A		
	shares (Note 1)		
2.	N/A		
	(/ /) shares (Note 1)		
3.	N/A		
0.			
	(/ /) shares (Note 1)		
	Total D. (Ordinary shares)	N/A	
	(Preference shares)	N/A N/A	
	(Other class)	N/A	

1. Rights issue At price : State currency N/A Issue and allotment date : (dd/mm/yyyy) (/ /) 2. Open offer At price : State currency N/A Issue and allotment (dd/mm/yyyy) (/ /) 2. Open offer At price : State currency N/A Issue and allotment date : (dd/mm/yyyy) (/ /) 2. Open offer At price : State currency N/A Issue and allotment date : (dd/mm/yyyy) (/ /) 3. Placing At price : State currency N/A Issue and allotment date : (dd/mm/yyyy) (/ /) 3. Placing At price : State currency N/A Issue and allotment date : (dd/mm/yyyy) (/ /) 4. Bonus issue N/A Issue and allotment date : (dd/mm/yyyy) (/ /) (/ /) 4. Bonus issue N/A Issue and allotment (/ /) (/ /) (/ /) 4. Bonus issue N/A Issue and allotment (/ /) (/ /) (/ /)	Type of Issu	ents in Issued Sha	are Capital						No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
1. Rights issue At price : State currency N/A currency issue and allotment date : (dd/mm/yyyy) (/ /) (/ /) 2. Open offer At price : State currency N/A currency Class of shares issuable (Note 1) 2. Open offer At price : State currency N/A currency Issue and allotment date : (dd/mm/yyyy) (/ /) currency 3. Placing At price : State currency N/A currency Class of shares issuable (Note 1)										
EGM approval date: (//) EGM approval date: (//) EGM approval date: (//) EGM approval date: (//) EGM approval date: (//) Class of shares issuable (<i>Note 1</i>) EGM approval date: (//) EGM approval date: (//)	1. Rights issu	ie At price :		Issue and allotment	(/	/)		
2. Open offer At price : State currency N/A Issue and allotment date : (dd/mm/yyyy) 2. Open offer At price : State currency N/A Issue and allotment date : (dd/mm/yyyy) EGM approval date: (/ /) (/ /) EGM approval date: (/ /) 3. Placing At price : State currency N/A Issue and allotment date : (dd/mm/yyyy) (/ /) 3. Placing At price : State currency N/A Issue and allotment date : (dd/mm/yyyy) (/ /) GM approval date: (/ /) EGM approval date: (/ /) (/ /) 4. Bonus issue N/A Issue and allotment date : (dd/mm/yyyy) (/ /) (/ /) EGM approval date: (/ /) Issue and allotment date : (/ /) (/ /) (/ /) 4. Bonus issue N/A Issue and allotment date : (/ /) (/ /) (/ /) EGM approval date: (/ /) Issue and allotment date : (/ /) (/ /)			currency	EGM approval date:	(/	/)		
2. Open offer At price : State currency N/A Issue and allotment date : (dd/mm/yyyy) 2. Open offer At price : State currency N/A Issue and allotment date : (dd/mm/yyyy) EGM approval date: (/ /) (/ /) EGM approval date: (/ /) 3. Placing At price : State currency N/A Issue and allotment date : (dd/mm/yyyy) (/ /) 3. Placing At price : State currency N/A Issue and allotment date : (dd/mm/yyyy) (/ /) GBM approval date: (/ /) Issue and allotment date : (dd/mm/yyyy) (/ /) (/ /) 4. Bonus issue N/A Issue and allotment date : (dd/mm/yyyy) (/ /) Issue and allotment date : (dd/mm/yyyy) EGM approval date: (/ /) Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (/ /) Issue and allotment date : (/ /) (/ /)										
2. Open other At price : currency date : (d/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) EGM approval date: (/ /) Class of shares										
Class of shares 3. Placing At price : State currency N/A Issue and allotment date: (///) GM approval date: (///) EGM approval date: (///)	2. Open offer	At price :			(/	/)		
3. Placing At price : State currency N/A Issue and allotment date : (dd/mm/yyyy) (/ /) (date : (dd/mm/yyyy)) 3. Placing At price : State currency N/A Issue and allotment (/ /) (dd/mm/yyyy) Bonus issue N/A Class of shares issuable (Note 1)				EGM approval date: (dd/mm/yyyy)	(/	/)		
3. Placing At price : State currency N/A Issue and allotment date : (dd/mm/yyyy) (/ /) (date : (dd/mm/yyyy)) EGM approval date: (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy)										
3. Placing At price : currency Isource : (dd/mm/yyyy) Gate : (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) EGM approval date: (/ /) (dd/mm/yyyy) Class of shares 4. Bonus issue N/A Issue and allotment (/ /) date : (dd/mm/yyyy) EGM approval date:										
<pre>Class of shares 4. Bonus issue N/A Issue and allotment (/ /) Generation (/ /) EGM approval date: (/ /)</pre>	3. Placing	At price :			(/	/)		
4. Bonus issue N/A Issue and allotment (/ /) date : (dd/mm/yyyy) EGM approval date: (/ /)				Eom approvariatio.	(/	/)		
4. Bonus issue N/A Issue and allotment (/ /) date : (dd/mm/yyyy) EGM approval date: (/ /)										
4. Bonus issue N/A date : (dd/mm/yyyy) EGM approval date: (/ /)										
	4. Bonus issu	le	N/A		(/	/)		
(EGM approval date: (dd/mm/yyyy)	(/	/)		

Тур	be of Issue								No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
				Class of shares						
			Chata	issuable (Note 1)	(,	/	`		
5.	Scrip dividend	At price :	State currency <u>N/A</u>	date : (dd/mm/yyyy)						
				EGM approval date: (dd/mm/yyyy)	(/	/)		
				Class of shares repurchased (Note 1)	_					
6.	Repurchase of shares		N/A	Cancellation date : (dd/mm/yyyy)	(/	/)		
				EGM approval date: (dd/mm/yyyy)	(/	/)		
				Class of shares redeemed (Note 1)						
7.	Redemption of shares		N/A	Redemption date : (dd/mm/yyyy)	(/	/)		
				EGM approval date: (dd/mm/yyyy)	(/	/)		
				Class of shares issuable (Note 1)						
8.	Consideration issue	At price :	State <u>N/A</u>	Issue and allotment date : (dd/mm/yyyy)	(/	/)		
				EGM approval date: (dd/mm/yyyy)	(/	/)		
L										

	Type of Issue			No. of new shares of issuer issued during the month pursuant thereto	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
9.	Capital reorganisation	N/A	Class of shares issuable (Note 1) Issue and allotment (/ / date : (dd/mm/yyyy) EGM approval date: (/ / (dd/mm/yyyy)		
10	. Other (Please specify) At price :	State <u>N/A</u> currency	Class of shares issuable (<i>Note 1</i>) Issue and allotment (/ / date : (dd/mm/yyyy) EGM approval date: (/ / (dd/mm/yyyy)		
			Total E. (Ordinary shai (Preference shai (Other cla	res) N/A	-

(2)	N/A
Total increase / (decrease) in preference shares during the month (i.e. Total of A to E): N	N/A
Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to [N]	N/A
(These figures should be the same as the relevant figures under II above ("Movements in Iss Capital").)	ssued Share

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IV. Confirmations

We hereby confirm to the best knowledge, information and belief that, in relation to each of the securities issued by the issuer during the month as set out in Part III which has not been previously disclosed in a return published under rule 13.25A, it has been duly authorized by the board of directors of the listed issuer and, insofar as applicable:

(Note 2)

- (i) all money due to the listed issuer in respect of the issue of securities has been received by it;
- (ii) all pre-conditions for listing imposed by the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited under "Qualifications of listing" have been fulfilled;
- (iii) all (if any) conditions contained in the formal letter granting listing of and permission to deal in the securities have been fulfilled;
- (iv) all the securities of each class are in all respects identical (Note 3);
- (v) all documents required by the Companies (Winding Up and Miscellaneous Provisions) Ordinance to be filed with the Registrar of Companies have been duly filed and that compliance has been made with other legal requirements;
- (vi) all the definitive documents of title have been delivered/are ready to be delivered/are being prepared and will be delivered in accordance with the terms of issue;
- (vii) completion has taken place of the purchase by the issuer of all property shown in the listing document to have been purchased or agreed to be purchased by it and the purchase consideration for all such property has been duly satisfied; and
- (viii) the trust deed/deed poll relating to the debenture, loan stock, notes or bonds has been completed and executed, and particulars thereof, if so required by law, have been filed with the Registrar of Companies.

Remarks (if any):

New ordinary shares are issued when options are exercised under the schemes in Section III, item 1 (the "Scheme"). Thus, exercises of options under the Scheme will increase the Company's issued ordinary share capital.

In order to satisfy anticipated exercises of options under Section III, item 2, the 2011/2021 Prudential International Savings-Related Share Option Scheme (the "ISSOS"), and to satisfy anticipated releases of shares to participants following the vesting of awards under Section III, item 5, 2013 Prudential Long Term Incentive Plan (the "PLTIP"), new ordinary shares are from time to time issued by the Company and allotted to Sanne Fiduciary Services Limited, thereby increasing the Company's issued ordinary share capital. These shares are held by the Prudential Employee Share Trust on behalf of the participants of the ISSOS and the PLTIP, and released to them when they exercise their option or their awards vest where relevant.

In order to satisfy anticipated exercises of options under Section III, item 3, the 2012/2022 Prudential International Savings-Related Share Option Scheme for Non-Employees (the "ISSOSNE"), and to satisfy anticipated releases of shares to participants following the vesting of awards under Section III, item 4, 2011 Prudential Agency Long Term Incentive Plan, new ordinary shares are from time to time issued by the Company and allotted to Asian Agency SPV Limited, thereby increasing the Company's issued ordinary share capital. These shares are held by the Prudential Agent Share Trust on behalf of the participants of the ISSOSNE and the Agency LTIP, and released to them when they exercise their option or their awards vest where relevant.

Submitted by: <u>Wong Shuk Ying</u>

 Title:
 Deputy Group Secretary

 (Director, Secretary or other duly authorised officer)

Notes :

- 1. State the class of shares (e.g. ordinary, preference or other).
- 2. Items (i) to (viii) are suggested forms of confirmation which may be amended to meet individual cases. Where the issuer has already made the relevant confirmations in a return published under rule 13.25A in relation to the securities issued, no further confirmation is required to be made in this return.
- 3. "Identical" means in this context:
 - the securities are of the same nominal value with the same amount called up or paid up;
 - they are entitled to dividend/interest at the same rate and for the same period, so that at the next ensuing distribution, the dividend/interest payable per unit will amount to exactly the same sum (gross and net); and
 - they carry the same rights as to unrestricted transfer, attendance and voting at meetings and rank pari passu in all other respects.
- 4. If there is insufficient space, please append the prescribed continuation sheet.